

KELLER BENVENUTTI KIM LLP
JANE KIM (Cal. Bar No. 298192)
(jkim@kbbkllp.com)
JEREMY V. RICHARDS (Cal. Bar No. 102300)
(jrichards@kbbkllp.com)
425 Market Street, 26th Floor
San Francisco, California 94105
Telephone: (415) 496-6723
Facsimile: (650) 636-9251

*Proposed Attorneys for Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

TRINITAS ADVANTAGED
AGRICULTURE PARTNERS IV, LP *et al.*,¹
Debtors.

Case No. 24-50211 (DM) (Lead Case)

Chapter 11

(Jointly Administered)

**NOTICE OF FILING OF REVISIONS
TO PROPOSED DIP CREDIT
AGREEMENT AND PROPOSED
INTERIM ORDER WITH RESPECT
TO MOTION OF THE DEBTORS TO
OBTAIN SENIOR SECURED,
SUPERPRIORITY, POSTPETITION
FINANCING**

Date: March 7, 2024

Time: 11:30 a.m. (Pacific Time)

Place: **Tele/Videoconference**
Appearances Only

United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

¹ The last four digits of Trinitas Advantaged Agriculture Partners IV, LP's tax identification number are 3730. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://www.donlinrecano.com/trinitas>. The Debtors' service address is 2055 Woodside Road, Suite 195, Redwood City, CA 94061.

1 **TO THE UNITED STATES BANKRUPTCY COURT, THE OFFICE OF THE UNITED**
 2 **STATES TRUSTEE, AND OTHER PARTIES IN INTEREST:**

3 **PLEASE TAKE NOTICE** that on February 19, 2024 (the "Petition Date"),
 4 Trinitas Advantaged Agriculture Partners IV, LP; Trinitas Farming, LLC; Dixon East LLC; Turf
 5 Ranch LLC; Rasmussen LLC; Johl LLC; Chiala LLC; Hall Ranch LLC; Dinuba Ranch, LLC;
 6 Porterville LLC; Tule River Ranch, LLC; Jeffrey Ranch, LLC; Toor Ranch, LLC; Lamb Ranch,
 7 LLC; Fry Road, LLC; Adobe Ranch, LLC; Marcucci Ranch, LLC; Ratto Ranch, LLC; and Phelps
 8 Ranch, LLC (collectively, the "Debtors"), as debtors and debtors in possession in the above-
 9 captioned chapter 11 cases (the "Chapter 11 Cases"), each filed a voluntary petition for relief under
 10 chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") with the United States
 11 Bankruptcy Court for the Northern District of California (the "Bankruptcy Court").

12 **PLEASE TAKE FURTHER NOTICE** that, also on the Petition Date, the Debtors
 13 filed the *Motion of Debtors for Interim and Final Orders (I) Authorizing the Debtors to Obtain*
 14 *Senior Secured, Superpriority, Postpetition Financing; (II) Granting Liens and Superpriority*
 15 *Claims; (III) Authorizing the Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V)*
 16 *Setting a Final Hearing; and (VI) Granting Related Relief* (the "DIP Motion")
 17 [Dkt. No. 12].²

18 **PLEASE TAKE FURTHER NOTICE** that in connection with the DIP Motion,
 19 on February 29, 2024, the Debtors filed, at Dkt. No. 32, a notice attaching, as Exhibit A thereto,
 20 a final form of DIP Credit Agreement (the "Original Credit Agreement").

21 **PLEASE TAKE FURTHER NOTICE** that in connection with the DIP Motion,
 22 on March 1, 2023, the Debtors filed a *Notice of Filing of Proposed Order, Etc.* [Dkt. No. 38],
 23 which attached, as Exhibit A thereto, a proposed Interim Order on the DIP Motion (the "March 1
 24 Interim DIP Order").

25 **PLEASE TAKE FURTHER NOTICE** that the parties to the DIP Credit
 26 Agreement have made certain modifications to the DIP Credit Agreement and the Interim Order
 27 on the DIP Motion to address the Court's Concerns Regarding DIP Credit Agreement [Dkt. No.
 28 42] and to clarify certain other issues.

29 **PLEASE TAKE FURTHER NOTICE** that a revised version of the DIP Credit
 30 Agreement, and a redline, showing changed pages to the DIP Credit Agreement from the Original
 31 Credit Agreement, are attached hereto as Exhibit A-1 and Exhibit A-2, respectively.

32 **PLEASE TAKE FURTHER NOTICE** that a revised version of the Interim DIP
 33 Order, and a redline, showing changed pages to the Interim DIP Order from the March 1 Interim
 34 DIP Order, are attached hereto as Exhibit B-1 and Exhibit B-2, respectively.

35 **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court has set a
 36 hearing (the "Hearing") to consider the interim relief requested in the DIP Motion on
 37 **March 7, 2024, at 11:30 a.m.** (Prevailing Pacific Time), before the Honorable Dennis Montali,
 38 United States Bankruptcy Judge. **The Hearing shall be conducted by video or teleconference**

² Capitalized terms used but not defined herein have the meanings ascribed to them in the DIP
 Motion or the DIP Credit Agreement, as applicable.

1 **only.** The Bankruptcy Court's website provides information regarding how to arrange an
2 appearance at a video or telephonic hearing. If you have questions about how to participate in a
3 video or telephonic hearing, you may contact the court by calling 888-821-7606 or by using the
4 Live Chat feature on the Bankruptcy Court's website at www.canb.uscourts.gov.

5 **PLEASE TAKE FURTHER NOTICE** that Debtors' and Lender's counsel will
6 be prepared to more fully address the issues raised in the Court's Concerns Regarding DIP Credit
7 Agreement, the changes made to the DIP Credit Agreement and the Interim Order, and other
8 issues relating to the foregoing at the Hearing.

9 Dated: March 7, 2024

KELLER BENVENUTTI KIM LLP

By: /s/ Jane Kim

Jane Kim

*Proposed Attorneys for Debtors and
Debtors in Possession*

KELLER BENVENUTTI KIM LLP
425 MARKET STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94105